

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re VEECO INSTRUMENTS, INC. : Case No.: 7:05-md-01695 (CM)(GAY)  
SECURITIES LITIGATION :  
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-----x  
THIS DOCUMENT RELATES TO :  
ALL ACTIONS :  
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**[PROPOSED] ORDER**

Upon consideration of Lead Plaintiff's Second and Third Motions in *Limine* and this Court having considered any opposition thereto, IT IS HEREBY ORDERED that Plaintiff's Motions are GRANTED and

IT IS FURTHER ORDERED that:

1. Defendants and their witnesses are precluded at trial from making affirmative claims about a belief regarding any issue addressed during the investigation of TurboDisc, including whether the division controller acted fraudulently; and
2. Defendants are precluded at trial from affirmatively contending that they believed in good faith that they were not violating the requirements of the Sarbanes-Oxley Act.

**IT IS SO ORDERED:**

Date: \_\_\_\_\_, 2007

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Honorable Colleen McMahon  
United States District Court Judge